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*Counsel for the Circuit City Stores, Inc.
Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	:	Case No. 08-35653-KRH
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	

**NOTICE OF LIQUIDATING TRUST'S THIRTY-SIXTH OMNIBUS
OBJECTION TO CLAIMS: REDUCTION OF CERTAIN PARTIALLY
INVALID CLAIMS, FIXING OF CERTAIN UNLIQUIDATED CLAIMS,
OR DISALLOWANCE OF CERTAIN INVALID CLAIMS, AS APPLICABLE
(SPECIAL CASH RETENTION PROGRAM)**

PLEASE TAKE NOTICE that the Circuit City Stores, Inc. Liquidating Trust (the "Liquidating Trust" and/or "Trust"), through Alfred H. Siegel, the duly appointed trustee of the Trust (the "Trustee"), pursuant to the Second Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and its Affiliated Debtors and Debtors in Possession and its Official Committee of Creditors Holding General Unsecured Claims in the above-captioned cases of the above referenced estates of Circuit City Stores, Inc. et al. (collectively, the "Debtors") filed the Liquidating Trust's Thirty-Sixth Omnibus Objection to Claims: Reduction of Certain Partially Invalid Claims, Fixing of Certain Unliquidated Claims, or Disallowance of Certain Invalid Claims, as Applicable (Special Cash Retention Program) (the "Objection") with the United States Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court"). A copy of the Objection is attached to this notice (this "Notice") as Exhibit 1. By the Objection, the Liquidating Trust is seeking to reduce certain claims, fix amount of certain claims and disallow certain claims.

PLEASE TAKE FURTHER NOTICE THAT on April 1, 2009, the Bankruptcy Court entered the Order Establishing Omnibus Objection Procedures and Approving the Form and

Manner of the Notice of Omnibus Objections (Docket No. 2881) (the “Order”), by which the Bankruptcy Court approved procedures for filing omnibus objections to proofs of claim and requests for allowance and payment of administrative expenses and/or cure claims (collectively, the “Claims”) in connection with the above-captioned chapter 11 cases (the “Omnibus Objection Procedures”).

Specifically, the Objection seeks to reduce, disallow, or reclassify certain claims, including your claim(s), listed below, all as set forth in the Objection.

TO:	<u>Claim Number</u>	<u>Claim Amount</u>	<u>Reference Objection</u>
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SPECIFIC INFORMATION PROVIDED ON INDIVIDUALIZED NOTICE

YOU ARE RECEIVING THIS NOTICE BECAUSE THE PROOF(S) OF CLAIM LISTED HEREIN THAT YOU FILED AGAINST ONE OR MORE OF THE DEBTORS IN THE ABOVE-CAPTIONED CHAPTER 11 CASES ARE SUBJECT TO THE OBJECTION. YOUR RIGHTS MAY BE AFFECTED BY THE OBJECTION. THEREFORE, YOU SHOULD READ THIS NOTICE (INCLUDING THE OBJECTION AND OTHER ATTACHMENTS) CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY. IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.

MOREOVER, PURSUANT TO RULE 3007-1 OF THE LOCAL RULES OF THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA AND THE OMNIBUS OBJECTION PROCEDURES, UNLESS A WRITTEN RESPONSE IS FILED WITH THE CLERK OF THE COURT AND SERVED ON THE OBJECTING PARTY BY 4:00 P.M. (EASTERN TIME) ON JUNE 26, 2012, THE COURT MAY DEEM ANY OPPOSITION WAIVED, TREAT THE OBJECTION AS CONCEDED AND ENTER AN ORDER GRANTING THE RELIEF REQUESTED WITHOUT A HEARING.

Critical Information for Claimants
Choosing to File a Response to the Objection

Who Needs to File a Response: If you oppose the relief requested in the Objection and if you are unable to resolve the Objection with the Liquidating Trust before the deadline to respond, then you must file and serve a written response (the “Response”) to the Objection in accordance with this Notice.

If you do not oppose the relief requested in the Objection, then you do not need to file a written Response to the Objection and you do not need to appear at the hearing.

Response Deadline: The Response Deadline is **4:00 p.m. (Eastern Time) on June 26, 2012 (the “Response Deadline”).**

**THE BANKRUPTCY COURT WILL ONLY CONSIDER YOUR RESPONSE IF
YOUR RESPONSE IS FILED, SERVED AND RECEIVED BY THE RESPONSE
DEADLINE.**

Your Response will be deemed timely filed only if the Response is **actually received** on or before the Response Deadline by the Bankruptcy Court at the following address:

Clerk of the Bankruptcy Court
United States Bankruptcy Court
701 East Broad Street – Room 4000
Richmond, Virginia 23219

Your Response will be deemed timely served only if a copy of the Response is actually received on or before the Response Deadline by the Liquidating Trust's attorneys:

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Andrew W. Caine, Esq.
(admitted *pro hac vice*)
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The status hearing on the Objection will be held at **2:00 p.m. (Eastern Time) on July 10, 2012 at:**

United States Bankruptcy Court
701 East Broad Street – Courtroom 5000
Richmond, Virginia 23219

If you file a timely Response, in accordance with the Objection Procedures, you do not need to appear at the status hearing on the Objection.

**Procedures for Filing a Timely Response and
Information Regarding the Hearing on the Objection**

Contents. To facilitate a speedy and non-judicial resolution of a Claim subject to the Objection, any claimant filing a Response shall use its best efforts to include the following (at a minimum) in its filed Response, to the extent such materials are not attached to its proof of claim:

- a. a caption setting forth the name of the Bankruptcy Court, the name of the Debtors, the case number and the title of the Objection to which the Response is directed;
- b. the claimant's name and an explanation for the amount of the Claim;

- c. a concise statement, executed by (or identifying by name, address and telephone number) a person with personal knowledge of the relevant facts that support the Response, setting forth the reasons why the Bankruptcy Court should overrule the Objection as to the claimant's claim, including, without limitation (to the extent not set forth in its proof of claim), the specific factual and legal bases upon which the claimant intends to rely in support of its Response and its underlying Claim;
- d. a copy of or identification of any other documentation or other evidence of the Claim, to the extent not already included with the Claim that the claimant presently intends to introduce into evidence in support of its Claim at the hearing; provided, however, that for a Response filed in support of a Claim arising out of a lease of real property, the Response need not attach such lease if the claimant indicates its willingness to provide such documentation upon request;
- e. a declaration of a person with personal knowledge of the relevant facts that support the Response;
- f. the claimant's address, telephone number and facsimile number and/or the name, address, telephone number and facsimile number of the claimant's attorney and/or designated representative to whom the attorneys for the Debtors should serve a reply to the Response, if any (collectively, the "Notice Address"). If a Response contains Notice Address that is different from the name and/or address listed on the Claim, the Notice Address will control and will become the service address for future service of papers with respect to all of the claimant's Claims listed in the Objection (including all Claims to be reduced or disallowed) and only for those Claims in the Objection; and
- g. to the extent such person differs from the person identified pursuant to subsection e, above, the name, address, telephone number, facsimile number, and electronic mail address of the representative of the claimant (which representative may be the claimant's counsel) party with authority to reconcile, settle or otherwise resolve the Objection on the claimant's behalf (collectively, the "Additional Addresses"). Unless the Additional Addresses are the same as the Notice Addresses, the Additional Address will not become the service address for future service of papers.

Additional Information. To facilitate a resolution of the Objection, your Response should also include the name, address, telephone number and facsimile number of the party with authority to reconcile, settle or otherwise resolve the Objection on the claimant's behalf. Unless the Additional Addresses are the same as the Notice Addresses, the Additional Addresses will not become the service address for future service of papers.

Failure to File Your Timely Response. If you fail to file and serve your Response on or before the Response Deadline in compliance with the procedures set forth in this Notice, the

Liquidating Trust will present to the Bankruptcy Court an appropriate order granting the relief requested in the Objection without further notice to you.

Each Objection Is a Contested Matter. Each Claim subject to the Objection and the Response thereto shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014, and any order entered by the Bankruptcy Court will be deemed a separate order with respect to such claim.

Additional Information

Requests for Information. You may also obtain a copy of the Objection or related documents on the internet, by accessing the website of www.kccllc.net/circuitcity.

Reservation of Rights. Nothing in this Notice or the Objection constitutes a waiver of the Debtors' and/or the Trust's right to assert any claims, counterclaims, rights of offset or recoupment, preference actions, fraudulent-transfer actions or any other claims against you by the Liquidating Trust. Unless the Bankruptcy Court allows your Claims or specifically orders otherwise, the Liquidating Trust has the right to object on any grounds to the Claims (or to any other Claims or causes of action you may have filed or that have been scheduled by the Debtors) at a later date on any grounds or bases. In such event, you will receive a separate notice of any such objections.

Dated: April 20, 2012

/s/ Paula S. Beran

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*Counsel for the Circuit City Stores, Inc.
Liquidating Trust*

Exhibit 1

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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:)	Case No. 08-35653-KRH
)	
CIRCUIT CITY STORES, INC. ¹ , et al.,)	Chapter 11
)	
Debtors.)	(Jointly Administered)
)	
)	

**LIQUIDATING TRUST'S THIRTY-SIXTH OMNIBUS OBJECTION TO CLAIMS:
REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS, FIXING OF
CERTAIN UNLIQUIDATED CLAIMS, OR DISALLOWANCE OF
CERTAIN INVALID CLAIMS, AS APPLICABLE
(SPECIAL CASH RETENTION PROGRAM)**

¹ The Debtors in these cases include: Circuit City Stores, Inc., Circuit City Stores West Coast, Inc., InterTAN, Inc., Ventoux International, Inc., Circuit City Purchasing Company, LLC, CC Aviation, LLC, CC Distribution Company of Virginia, Inc., Circuit City Properties, LLC, Kinzer Technology, LLC, Abbott Advertising Agency, Inc., Patapsco Designs, Inc., Sky Venture Corp, Prahs, Inc., XSStuff, LLC, Mayland MN, LLC, Courchevel, LLC, Orbyx Electronics, LLC, and Circuit City Stores PR, LLC.

The Circuit City Stores, Inc. Liquidating Trust (the “Liquidating Trust”), through Alfred H. Siegel, the duly appointed trustee of the Liquidating Trust, pursuant to the *Second Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and its Affiliated Debtors and Debtors in Possession and its Official Committee of Creditors Holding General Unsecured Claims* (the “Plan”) in the above-captioned cases, hereby files this *Liquidating Trust’s Thirty-Sixth Omnibus Objection to Claims: Reduction of Certain Partially Invalid Claims, Fixing of Certain Unliquidated Claims, or Disallowance of Certain Invalid Claims, as Applicable (Special Cash Retention Program)* (the “Objection”), and hereby moves this court (the “Court”), pursuant to sections 105 and 502 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (as amended, the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Bankruptcy Rule 3007-1, for entry of an order in the form attached hereto as **Exhibit A**, granting the relief sought by this Objection, and in support thereof states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Objection under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory and legal predicates for the relief requested herein are Bankruptcy Code sections 105 and 502, Bankruptcy Rule 3007 and Local Bankruptcy Rule 3007-1.

BACKGROUND

2. On November 10, 2008 (the “Petition Date”), the debtors in the above-captioned cases (the “Debtors”) filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code.

3. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia appointed a statutory committee of unsecured creditors (the “Creditors’ Committee”).

4. On November 12, 2008, the Court appointed Kurtzman Carson Consultants LLC (“KCC”) as claims, noticing, and balloting agent for the Debtors in these chapter 11 cases pursuant to 28 U.S.C. § 156(c).

5. On December 10, 2008, the Court entered that certain *Order Pursuant to Bankruptcy Code Sections 105 and 502 and Bankruptcy Rules 2002, 3003(c)(3), and 9007 (I) Setting General Bar Date and Procedures for Filing Proofs of Claim; and (II) Approving Form and Manner of Notice Thereof* (Docket No. 890) (the “Claims Bar Date Order”).

6. Pursuant to the Claims Bar Date Order, the deadline for filing all “claims” (as defined in 11 U.S.C. § 105(5)) arising before November 10, 2008 against the Debtors by any non-governmental entity was 5:00 p.m. (Pacific) on January 30, 2009. The deadline for governmental units to file claims that arose before November 10, 2008 was 5:00 p.m. (Pacific) on May 11, 2009. Pursuant to the Claims Bar Date Order, this Court approved the form and manner of the claims bar date notice, which was attached as Exhibit A to the Claims Bar Date Order (the “Claims Bar Date Notice”).

7. On December 17 and 19, 2008, KCC served a copy of the Claims Bar Date Notice on all parties who filed notices of appearance pursuant to Bankruptcy Rule 2002, all of the Debtors’ scheduled creditors in these cases, the Debtors’ equity holders, and certain other parties (Docket No. 1314). In addition, the Debtors published the Claims Bar Date Notice in The Wall Street Journal (Docket No. 1395) and The Richmond Times-Dispatch (Docket No. 1394).

8. On January 16, 2009, the Court authorized the Debtors, among other things, to conduct going out of business sales at the Debtors’ remaining 567 stores pursuant to an agency agreement (the “Agency Agreement”) between the Debtors and a joint venture, as agent (the “Agent”). On January 17, 2009, the Agent commenced going out of business sales pursuant to the Agency Agreement at the Debtors remaining stores. As of March 8, 2009, the going out of business sales at the Debtors’ remaining stores had been completed.

9. On April 1, 2009, this Court entered an *Order Establishing Omnibus Objection Procedures and Approving the Form and Manner of Notice of Omnibus Objections* (Docket No. 2881) (the “Omnibus Objection Procedures Order”).

10. On August 9, 2010, the Debtors and the Creditors’ Committee filed the Plan, which provides for the liquidation of the Debtors’ assets and distribution of the proceeds thereof under chapter 11 of the Bankruptcy Code.

11. On September 10, 2010, the United States Bankruptcy Court, Eastern District of Virginia, signed an Order confirming the Plan.

12. The Plan became effective on November 1, 2010 (the “Effective Date”), and pursuant to the Plan and Liquidating Trust Agreement approved therewith, the Liquidating Trust assumed the right and responsibility to liquidate the Debtors’ remaining assets, evaluate and administer asserted claims, including prosecution of objections to claims, and to distribute the assets to creditors.

B. The Cash Retention Program

13. More than 180 days prior to the Petition Date, the Debtors implemented a special cash retention award program (the “Cash Retention Program”), pursuant to which certain employees (the “CRP Participants”) were awarded cash that was payable over two and three years, beginning in 2009, subject to the terms of the Cash Retention Program. Sample letters setting forth the terms of the Cash Retention Program (the “CRP Sample Letters”) are attached hereto as **Exhibit H**. Pursuant to the Cash Retention Program, a cash amount was awarded (the “Cash Award”) to the CRP Participant on a certain date (the “Award Date”). A percentage of the Cash Award was payable on certain dates (the “Vesting Dates”) that were staggered one to three years after the Award Date. *See* CRP Sample Letters, **Exh. H**.

14. In order to receive payment, the CRP Participant had to be employed on the applicable Vesting Date or when a Change of Control (defined below) occurred. As stated in the CRP Sample Letters:

If prior to becoming fully vested in your Award, (i) your employment with [Circuit City] terminates for any reason other than your death or permanent disability, or (ii) your employment status with the Company changes to part-time, or (iii) you retire from the Company, then the unvested portion of your Award will be forfeited as of the date of your termination, change in status, or retirement, as the case may be.

CRP Sample Letters, **Exh. H.**, p. 1

15. The CRP Sample Letters further provided that if the CRP Participant were employed by Circuit City when a “Change of Control” occurred, then the Cash Award would become fully payable and the CRP Participant would not have to wait for the Vesting Dates. A “Change of Control” included the sale of all or substantially all of Circuit City’s assets. *See* CRP Sample Letter, **Exh. H.**, p. 2. Circuit City had completed its going out of business sales and closed its remaining stores by March 8, 2009.

OBJECTION

16. By this Objection, the Liquidating Trust seeks entry of an order, in substantially the form attached hereto as **Exhibit A**, pursuant to Bankruptcy Code sections 105(a), 502 and 503, Bankruptcy Rule 3007 and Local Bankruptcy Rule 3007-1, (i) reducing each of the claims identified on **Exhibit C** attached hereto, (ii) fixing each of the claims identified on **Exhibit D** attached hereto in the amount specified therein, and (iii) disallowing each of the claims identified on **Exhibits E through G** attached hereto (collectively, the “CRP Claims”).

17. For ease of reference, attached hereto as **Exhibit B** is an alphabetical listing of all claimants whose Claims are included in this Objection (the “CRP Claimants”), with a cross-reference by claim number.

A. Reduction of Certain Partially Invalid CRP Claims.

18. The basis for reduction of the claims listed on **Exhibit C** attached hereto (the “Partially Invalid CRP Claims”) is that all of the Partially Invalid CRP Claims assert, in part, amounts for which the Debtors are not liable.

19. Specifically, after a review of the Partially Invalid CRP Claims and the bases upon which each is asserted, and a review of the Debtors' books and records, the Liquidating Trust has determined that certain portions of the Partially Invalid CRP Claims are liabilities for which the Debtors dispute any liability based on: (i) the CRP Claimant claiming more than was originally awarded under the program; or (ii) the CRP Claimant having been terminated after only one of the tranches of the Cash Retention Plan had vested, making that CRP Claimant ineligible for the remaining tranche(s).

20. Accordingly, the Liquidating Trust requests that the Partially Invalid CRP Claims identified on **Exhibit C** be reduced in the manner stated in **Exhibit C** for the reasons stated therein.

B. Fixing of Certain Unliquidated CRP Claims.

21. The basis for fixing the claims in the amount listed on **Exhibit D** attached hereto (the "Unliquidated CRP Claims") is that currently the filed claim amount is unliquidated, but asserts a liability, in whole or in part, for which the Liquidating Trust believes there is liability on the part of the Debtors. Specifically, after a review of the Unliquidated CRP Claims and the bases upon which each is asserted, and a review of the Debtors' books and records, the Liquidating Trust has determined the amount of the Debtors' liability on the Unliquidated CRP Claims and seeks to allow the Unliquidated CRP Claim in that amount, as set forth on **Exhibit D**. Accordingly, the Liquidating Trust requests that the Unliquidated CRP Claims identified on **Exhibit D** be fixed in the amount stated in **Exhibit D**.

C. Disallowance of Certain Invalid CRP Claims.

22. The basis for disallowance of the claims listed on **Exhibits E through G** attached hereto (the "Invalid CRP Claims") is that all of the Invalid CRP Claims assert, in their entirety, amounts for which the Debtors are not liable.

23. Specifically, **Exhibit E** identifies Invalid CRP Claims that are liabilities already asserted by the Claimants in other claims (the "Duplicate CRP Claims"). Accordingly,

the Liquidating Trust requests that the Duplicate CRP Claims identified on **Exhibit E** be disallowed as duplicative of another claim.

24. **Exhibit F** identifies Invalid CRP Claims that are liabilities amended by other claims (the “Amended CRP Claims”). Accordingly, the Liquidating Trust requests that the Amended CRP Claims identified on **Exhibit F** be disallowed as having been amended by another claim.

25. Finally, **Exhibit G** identifies Invalid CRP Claims for which the Debtors’ books and records show no liability to the CRP Claimant (the “Books and Records Expunge CRP Claims”). After a review of the Books and Records Expunge CRP Claims and the bases upon which each is asserted, and a review of the Debtors’ books and records, the Liquidating Trust has determined that the Books and Records Expunge CRP Claims are liabilities for which the Debtors dispute any liability based on: (i) the Debtors’ books and records do not show the CRP Claimant as a participant in the Cash Retention Program; or (ii) the CRP Claimant was terminated before any of the tranches of the Cash Retention Plan vested, making that CRP Claimant ineligible for any Cash Award. Accordingly, the Liquidating Trust requests that the Books and Records Expunge CRP Claims identified on **Exhibit G** be disallowed in their entirety for the reasons stated therein.

RESERVATION OF RIGHTS

26. At this time, the Liquidating Trust has not completed its review of the validity of all claims/expenses filed against the Debtors’ estates, and reserves the right to further object to any and all claims, whether or not the subject of this Objection, for allowance and/or distribution purposes, and on any other grounds, including the right to modify, supplement and/or amend this Objection as it pertains to any CRP Claim or CRP Claimant herein.

NOTICE AND PROCEDURE

27. Notice of this Objection has been provided to the CRP Claimants identified on **Exhibit B**, and to parties-in-interest in accordance with the Court’s *Supplemental*

Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (entered on December 30, 2009 at Docket No. 6208) (the “Case Management Order”). The Liquidating Trust submits that the following methods of service upon the CRP Claimants should be deemed by the Court to constitute due and sufficient service of this Objection: (a) service in accordance with Federal Rule of Bankruptcy Procedure 7004 and the applicable provisions of Federal Rule of Civil Procedure 4; (b) to the extent counsel for the CRP Claimants is not known to the Liquidating Trust, by first class mail, postage prepaid, on the signatory of the CRP Claimant’s proof of claim form or other representative identified in the proof of claim form or any attachment thereto; or (c) by first class mail, postage prepaid, on any counsel that has appeared on the CRP Claimant’s behalf in the Debtors’ bankruptcy cases. The Liquidating Trust is serving the CRP Claimant with this Objection and the exhibit on which the CRP Claimant’s claim is listed.

28. To the extent any CRP Claimant timely files and properly serves a response to this Objection by 4:00 P.M. (Eastern) on June 26, 2012 as required by the Case Management Order and under applicable law, and the parties are unable to otherwise resolve the Objection, the Liquidating Trust requests that the Court conduct a status conference with respect to any such responding claimant at 2:00 p.m. (Eastern) on July 10, 2012 and thereafter schedule the matter for a future hearing as to the merits of such claim. However, to the extent any CRP Claimant fails to timely file and properly serve a response to this Objection as required by the Case Management Order and applicable law, the Liquidating Trust requests that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, (i) reducing each of the claims identified on **Exhibit C** attached hereto, (ii) fixing each of the claims identified on **Exhibit D** attached hereto in the amount specified therein, and (iii) disallowing each of the claims identified on **Exhibits E through G** attached hereto.

**COMPLIANCE WITH BANKRUPTCY RULE 3007 AND
THE OMNIBUS OBJECTION PROCEDURES ORDER**

29. This Objection complies with Bankruptcy Rule 3007(e). Additionally, the Liquidating Trust submits that this Objection is filed in accordance with the Omnibus Objection Procedures Order.

WAIVER OF MEMORANDUM OF LAW

30. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in the Motion, the Liquidating Trust requests that the requirement that all motions be accompanied by a written memorandum of law be waived.

NO PRIOR RELIEF

31. No previous request for the relief sought herein has been made to this Court or any other court.

WHEREFORE, the Liquidating Trust respectfully requests that the Court enter an Order sustaining this Objection and granting such other and further relief as the Court deems appropriate.

Dated: Richmond, Virginia
April 20, 2012

TAVENNER & BERAN, PLC

/s/ Paula S. Beran

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EXHIBIT A

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Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----	x	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	:	Case No. 08-35653 (KRH)
	:	
Debtors.	:	
-----	:	Jointly Administered
	x	

**ORDER SUSTAINING LIQUIDATING TRUST'S THIRTY-SIXTH
OMNIBUS OBJECTION TO CLAIMS: REDUCTION OF CERTAIN
PARTIALLY INVALID CLAIMS, FIXING OF CERTAIN UNLIQUIDATED
CLAIMS, OR DISALLOWANCE OF CERTAIN INVALID CLAIMS, AS APPLICABLE
(SPECIAL CASH RETENTION PROGRAM)**

THIS MATTER having come before the Court² on the *Liquidating Trust's Thirty-*

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

Sixth Omnibus Objection to Claims: Reduction of Certain Partially Invalid Claims, Fixing of Certain Unliquidated Claims, or Disallowance of Certain Invalid Claims, as Applicable (Special Cash Retention Program) (the “Objection”), which requested, among other things, that the claims specifically identified on Exhibit B attached to the Objection be reduced, fixed or disallowed, as applicable, for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the Claimants being affected by this Order; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors’ estates and creditors and other parties-in-interest; and after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein are forever reduced for all purposes in these bankruptcy cases in the manner stated in Exhibit A.
3. The Claims identified on Exhibit B as attached hereto and incorporated herein are forever fixed in the amount specified on Exhibit B for all purposes in these bankruptcy cases.
4. The Claims identified on Exhibit C as attached hereto and incorporated herein are forever disallowed in their entirety for all purposes in these bankruptcy cases.
5. The Court will conduct a status conference on July 10, 2012 at 2:00 p.m.

for all Claims identified on Exhibit D attached hereto.

6. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.

7. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia
April __, 2012

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Paula S. Beran

Lynn L. Tavenner (VA Bar No. 30083)

Paula S. Beran (VA Bar No. 34679)

20 North Eighth Street, 2nd Floor

Richmond, Virginia 23219

(804) 783-8300

- and -

PACHULSKI STANG ZIEHL & JONES LLP

Jeffrey N. Pomerantz, Esq.

Andrew W. Caine, Esq.

10100 Santa Monica Boulevard

Los Angeles, California 90067-4100

(310) 277-6910

- and -

PACHULSKI STANG ZIEHL & JONES LLP

Robert J. Feinstein, Esq.

780 Third Avenue, 36th Floor

New York, New York 10017

(212) 561-7700

Counsel to the Circuit City Stores, Inc.

Liquidating Trust

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Paula S. Beran

Paula S. Beran

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
ADKINS, MARK A 14324 SPRING GATE CT MIDLOTHIAN, VA 23112	8744 2000874401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
ARCE JR , NELSON 1110 HUGHES LN GRANITE FALLS, WA 98252	6495 2000649501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
ARUN RAMCHANDANI 12118 5th PI W Everett, WA 98204	5171 2000517101	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
AVENDANO, GABRIEL 2527 WILTON AVE DALLAS, TX 75211-5450	8342 2000834201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BELANGER, JAMEY ARTHER 683 NEWBRIDGE LN LINCOLN, CA 95648	4455 2000445501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BENDER, CRAIG P 457 EAST WATER ST HUGHESVILLE, PA 17737	11429 2001142901	Exhibit F Expunge: Amended by another claim
BETTS, KIMBERLY A One University Plaza, Suite 31 Hackensack, NJ 07601	9382 2000938201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BIGGS, DENNIS M 6125 AMERSHIRE WAY GLEN ALLEN, VA 23059	4522 2000452201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
BOWEN, RANDALL A 13035 REINDEER CT RIVERSIDE, CA 92503	9335 2000933501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BROOKS, COLETTE M 13913 GREYLEDGE MEWS CHESTER, VA 23836	7517 2000751701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BROWN JR , JAMES 5201 BILTMORE DR FREEHOLD, NJ 07728	4942 2000494201	Exhibit G INVALID CLAIMS TO BE EXPUNGED
BURNS, JOE E 1021 SAN ANTONIO DR FORNEY, TX 75126	6727 2000672701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
CASTILLO, BO L 2822 GLENCULLEN LN PEARLAND, TX 77584	6031 2000603101	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
CASTLE, LINDA H 5601 HUNTERS GLEN DR GLEN ALLEN, VA 23059	5480 2000548001	Exhibit F Expunge: Amended by another claim
CIMINO, WILLIAM P 15 ALBEMARLE AVE RICHMOND, VA 23226-1611	7092 2000709201	Exhibit F Expunge: Amended by another claim
COBBS JR , MICHAEL W 4036 SHINAULT COVE OLIVE BRANCH, MS 38654	4203 2000420301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
COLEMAN, HOWARD I 1141 HARTFORD AVE 4A JOHNSTON, RI 02919	6336 2000633601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
COLEY, RICHARD ALLEN 2905 SE JENNIFER DR LEES SUMMIT, MO 64063	4184 2000418401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
COOK, KEVIN G 21819 BELLA TERRA BLVD ESTERO, FL 33928	5603 2000560301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
CRAGUE, JAMES EDWARD 1604 Comanche Run Madison, TN 37115-5633	8347 2000834701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
CRAIG BENDER 457 E Water St Hughesville, PA 17737	14895 2001489501	Exhibit D UNLIQUIDATED CLAIMS AMOUNT TO BE FIXED
CUSHENBERRY, ADRIAN 1229 WOOD IRIS LANE LAWRENCEVILLE, GA 30045	4418 2000441801	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
DANIEL J EDWARDS 413 McClendon Walker Rd Aledo, TX 76008	10058 2001005801	Exhibit D UNLIQUIDATED CLAIMS AMOUNT TO BE FIXED
DAVIS, JONATHAN K 4221 BAY RUM LN RALEIGH, NC 27610	6890 2000689001	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
DOLEHANTY, AIMEE D 12729 W 89TH ST LENEXA, KS 66215	5583 2000558301	Exhibit G INVALID CLAIMS TO BE EXPUNGED
ELKINS, MONTY DOUGLAS 353 MEADOW ASH DR LEWIS CENTER, OH 43035	3492 2000349201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
ERNEST TIMOTHY WILLIAMS 16000 Hardwick Rd Edmond, OK 73013	5129 2000512901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
EVAN JOSEPH MELSHEIMER 3056 Salmon St Philadelphia, PA 19134	8636 2000863601	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED
FRALEY KEVIN T 2720 Juniper Rd Florence, SC 29501	6836 2000683601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
FRANCIS, SHEILA Y 20936 ATHENS CT HAYWARD, CA 94541	7886 2000788601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
FRANTZ, BRIAN 3825 SUMMIT GATE DR SUWANEE, GA 30024	4963 2000496301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
GARY STEVEN CARLTON PO Box 262 Fox Island, WA 98333	9853 2000985301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
GEE NEDEDOG 6910 Husky Way SE Lacey, WA 98503	5062 2000506201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
GEORGE MICHAEL TIDWELL JR 3006 Camrose Crossing Ln Matthews, NC 28104	7926 2000792601	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED
GIDCUMB, MICHAEL SHANE 609 SW 34TH TERRACE LEES SUMMIT, MO 64082	6922 2000692201	Exhibit G INVALID CLAIMS TO BE EXPUNGED
GOODE, MICHAEL DAVID 4537 MOCKINGBIRD LN MAIDEN, NC 28650	8206 2000820601	Exhibit F Expunge: Amended by another claim
HANKINS, PAXTON W 3840 S 98TH E AVE TULSA, OK 74146	5147 2000514701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
HANSEN, ROBERT 3 COBURN WOODS NASHUA, NH 03063	5291 2000529101	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
HARTBAUER, JASON ALLEN 277 HOLLY LANE GRAND JUNCTION, CO 81503-	9571 2000957101	Exhibit G INVALID CLAIMS TO BE EXPUNGED
HENDERSON, AARON L 100 PINEHURST DR AURORA, OH 44102	6669 2000666901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
HENSIEK, JONATHAN B 17610 N 17TH PLACE UNIT N PHOENIX, AZ 85022	4699 2000469901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
HILTON, JEAN MARIE 257 EAST HARVARD CR SOUTH ELGIN, IL 60177-2726	3877 2000387701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
HILTON, NATALIA 3525 Wheat Dr Beaumont, TX 77706-0000	11058 2001105801	Exhibit G INVALID CLAIMS TO BE EXPUNGED
HUNT, PETER E 5533 WOODLAWN DR NEWBURGH, IN 47630-1928	7710 2000771001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
INGRAM, DAWAYNE LEON 4018 RED CEDAR DR COLORADO SPRINGS, CO 80	6120 2000612001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JASON HORST 4861 Lago Dr No 203 Huntington Beach, CA 92649	14970 2001497001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JASON WALDROP 9847 BELMONT LN TUSCALOOSA, AL 35405-8548	8918 2000891801	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JENNIFER G LINTON 5232 Wheat Ridge Pl Glen Allen, VA 23059	9976 2000997601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
JENNIFER MYERS 22310 W Niagara Ct Plainfield, IL 60544	7314 2000731401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JENSEN, ADAM EUGENE 224 E LAUREL RD BELLINGHAM, WA 98226	5479 2000547901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JOE D HARRIS 1914 PIERCE WAY BUFORD, GA 30519	3886 2000388601	Exhibit G INVALID CLAIMS TO BE EXPUNGED
JOHNSON, DONALD R 3790 CENTER ST APT 2430 HOUSTON, TX 77007	4292 2000429201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JORGENSEN, RACHEL MAE 14006 23RD AVE SE MILL CREEK, WA 98012	4105 2000410501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
JOSEPH V REILLY 1712 E Lake Woodlands Pkwy Oldsmar, FL 34677	8996 2000899601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
KAREL, DAVID MICHAEL 28336 N DESERT NATIVE ST QUEEN CREEK, AZ 85143-684	2942 2000294201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
KASSAB, PAUL 29118 SPOON MADISON HEIGHTS, MI 48071	5260 2000526001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
KENNEDY, STEPHEN J 471 S MAIN ST NO 1 MOAB, UT 84532	7796 2000779601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
KIEBA, MYRON A 1937 DORN DR ADDISON TWP, MI 48367	5468 2000546801	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
KIMBLE, JOHN 15224 Jenell St Poway, CA 92064	7210 2000721001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
KISS, ALEX M 493 MCDONALD AVE GALION, OH 44833	4158 2000415801	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
KNOWLES, JEFFREY TODD 3555 S MARION WAY CHANDLER, AZ 85286	2795 2000279501	Exhibit G INVALID CLAIMS TO BE EXPUNGED
LANE, DARICK 3413 ANDOVER HILLS PL RICHMOND, VA 23294	6541 2000654101	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
LANGE, STEVEN B 1721 COUNTRY ACERS DR ST PETERS, MO 63376	4613 2000461301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
LATINI, LEE DANIEL 102 CALDERWOOD LANE MOUNT LAUREL, NJ 08054	7201 2000720101	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
LETTS JR DENNIS R 30 Shoreline Dr Columbia, SC 29229	4106 2000410601	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED
LUBARY, JAMES 3161 DRUID LN LOS ALAMITOS, CA 90720	8754 2000875401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
LYNCH JR, MICHEAL P 3610 WILDFLOWER CIRCLE SYRACUSE, NY 13215	5949 2000594901	Exhibit F Expunge: Amended by another claim
LYNCH JR, MICHEAL P 112 ELLINGTON COURT CAMILLUS, NY 13031	5985 2000598501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MARTHERS, WILLIAM J 12 ST FRANCIS LANE SCHENCTADEY, NY 12304-45	5305 2000530501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MAYFIELD, MICAH J 14 CLAIRE DR FLORISSANT, MO 63031	8218 2000821801	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MCCLARY, STEVEN 260 REGENCY DR NASHVILLE, NC 27856	9173 2000917301	Exhibit G INVALID CLAIMS TO BE EXPUNGED
MCCOLLAM, SCOTT LEE 2375 DOGWOOD CIR ERIE, CO 80516	8183 2000818301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
MCCUE, JOSEPH E 589 NW CORNELL AVE PORT SAINT LUCIE, FL 34983	9987 2000998701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MCDONALD, LAURA 109 FAIRWAYS DR HENDERSONVILLE, TN 37075	8115 2000811501	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED
MCGRATH, JAMES J 4208 SHELTER CREEK LN SAN BRUNO, CA 94066-3816	9770 2000977001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MICHAEL MUNIZ 3436 Red Sails Dr El Paso, TX 79936	8962 2000896201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MIKE DOHRMANN 34945 N Karan Swiss Cir San Tan Valley, AZ 85143	14844 2001484401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
MINTZ, JIMMY C 4027 RIVER FALLS DR LOWELL, NC 28098	4254 2000425401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
NICHOLS, MICHAEL ROBERT 96 Park Pl Dr Garner, NC 27529	8806 2000880602	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
OGUIN, TYSON 106 CANTRELLE DR APT 13 RACELAND, LA 70394-2000	10070 2001007001	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
OLIVER, MARK E 523 HAROLDS DR MANAKIN SABOT, VA 23103	6237 2000623701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
OLSAK, JOHN 412 PRIMROSE LANE BOLINGBROOK, IL 60490	3807 2000380701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
OREILLY, PATRICK S 9067 LITTLE JOSELYN DR MECHANICSVILLE, VA 23116	6789 2000678901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
PATEL, PANTHI P 1338 SAFARI CT PALMDALE, CA 93551	10074 2001007401	Exhibit G INVALID CLAIMS TO BE EXPUNGED
PEDREGON, ROBERT 5217 DUNSTER DR MCKINNEY, TX 75070	7849 2000784901	Exhibit D UNLIQUIDATED CLAIMS AMOUNT TO BE FIXED
POTTER, JAMES WALTER EMPLOYEE NO 10393492 7427 Yellow Wood Lansing, MI 48917	9789 2000978901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
RANDALL BRECKENRIDGE 1971 Morgan Rd Reno, NV 89521	4071 2000407101	Exhibit D UNLIQUIDATED CLAIMS AMOUNT TO BE FIXED
REED, DAVID A 10524 NW 13TH LANE GAINESVILLE, FL 32606	5140 2000514001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
RESENDEZ, SUSAN MARIE 515 EAST EVERGREEN AVE SANTA MARIA, CA 93454-3109	5822 2000582201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
ROGERS, JASON 21014 Bright Lake Bend Richmond, TX 77407	9906 2000990601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
RONALD ONEIL FERGUSON JR 420 Kings Pkwy Raleigh, NC 27610	7122 2000712201	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
ROSSO, TERRY ALAN 29910 Rancho California Rd N Temecula, CA 92591	8830 2000883001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
SABER, JACK T 1392 E CANYON CREEK DR GILBERT, AZ 85295	5339 2000533901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
SCHNEIDER, DEJAY J 29933 MOUND DR BURLINGTON, WI 53105	7126 2000712601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
SCHOPPE, PETER MATTHEW 53321 JACLYN DR SHELBY TOWNSHIP, MI 48315	3310 2000331001	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
SICHENEDER, DAVE ALAN 3570 FENTON RD HARTLAND, MI 48353	3946 2000394601	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
SIDDONS, DEREK J 1689 LENOX DR WACONIA, MN 55387	7185 2000718501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
SMITH BRANDON M 500 Hillstone Dr Pell City, AL 35125	6419 2000641901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
STERIJEVSKI, STEVEN W 2951 MAJESTIC ISLE DR CLERMONT, FL 34711	5493 2000549301	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
STRICKLIN, CHRISTOPHER SHANE 2121 W CAMPBELL RD APT 9 GARLAND, TX 75044	7897 2000789701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
TABAKOVIC, ELVIR 700 SUNBROOK GRAND RAPIDS, MI 49508	14701 2001470101	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
TAMMY C GOODE 4537 Mockingbird Ln Maiden, NC 828-446-8572	14108 2001410801	Exhibit F Expunge: Amended by another claim
TEUFEL, GERI L 5449 E CAMPO BELLO DR SCOTTSDALE, AZ 85254	6607 2000660701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
THRASHER, JOHN 4679 TORREY CIR NO 102 SAN DIEGO, CA 92130	10164 2001016401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
TIDWELL, GEORGE MICHAEL 3006 CAMROSE CROSSING MATTHEWS, NC 28104	3463 2000346301	Exhibit E DUPLICATE CLAIMS TO BE EXPUNGED
TOLLIVER, DAVID W 55 BROOKMONT DR CLAYTON, NC 27527-8809	7601 2000760101	Exhibit F Expunge: Amended by another claim
VICARO WESTON 20010 87th Ave E Spanaway, WA 98387	8957 2000895701	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
VIENER, CYNTHIA R 3109 CHESTNUT GROVE CT RICHMOND, VA 23233	4719 2000471901	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
VO, VY XUAN 5617 NATOMA CIRCLE STOCKTON, CA 95219-7119	7692 2000769202	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
WATKINS, DERRICK 200 Sweetwater Dr Apt B29 Dothan, AL 36305	9879 2000987901	Exhibit G INVALID CLAIMS TO BE EXPUNGED
WININGER, BRIANA D 219 STONE EDGE CIRCLE KINGSPORT, TN 37660	4104 2000410401	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
YATES, ELIZABETH 3105 CANTERA COURT ROUND ROCK, TX 78681-2298	3695 2000369501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT B

ALPHABETICAL LISTING OF CLAIMANTS

Claim Holder	Claim Number	Exhibit
YOST, DOUG A 8406 WINTER BERRY DRIVE CASTLE ROCK, CO 80108	3135 2000313501	Exhibit C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

In re Circuit City Stores, Inc., et al.
Case No. 08-35653 (KRH)

EXHIBIT C

REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/6/2009	2942 2000294201	KAREL, DAVID MICHAEL 28336 N DESERT NATIVE ST QUEEN CREEK, AZ 85143-684		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/12/2009	3135 2000313501	YOST, DOUG A 8406 WINTER BERRY DRIVE CASTLE ROCK, CO 80108		\$125,000.00	U	CIRCUIT CITY STORES, INC.	\$62,500.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/12/2009	3310 2000331001	SCHOPPE, PETER MATTHEW 53321 JACLYN DR SHELBY TOWNSHIP, MI 48315		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/13/2009	3492 2000349201	ELKINS, MONTY DOUGLAS 353 MEADOW ASH DR LEWIS CENTER, OH 43035		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

In re Circuit City Stores, Inc., et al.
Case No. 08-35653 (KRH)

EXHIBIT C

REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/13/2009	3695 2000369501	YATES, ELIZABETH 3105 CANTERA COURT ROUND ROCK, TX 78681-2298		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/15/2009	3807 2000380701	OLSZAK, JOHN 412 PRIMROSE LANE BOLINGBROOK, IL 60490		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/20/2009	3877 2000387701	HILTON, JEAN MARIE 257 EAST HARVARD CR SOUTH ELGIN, IL 60177-2726		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/15/2009	3946 2000394601	SICHENEDER, DAVE ALAN 3570 FENTON RD HARTLAND, MI 48353		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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EXHIBIT C

REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/20/2009	4104 2000410401	WININGER, BRIANA D 219 STONE EDGE CIRCLE KINGSPORT, TN 37660		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/20/2009	4105 2000410501	JORGENSEN, RACHEL MAE 14006 23RD AVE SE MILL CREEK, WA 98012		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/20/2009	4158 2000415801	KISS, ALEX M 493 MCDONALD AVE GALION, OH 44833		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/20/2009	4184 2000418401	COLEY, RICHARD ALLEN 2905 SE JENNIFER DR LEES SUMMIT, MO 64063		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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1/20/2009	4203 2000420301	COBBS JR , MICHAEL W 4036 SHINAULT COVE OLIVE BRANCH, MS 38654		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/20/2009	4254 2000425401	MINTZ, JIMMY C 4027 RIVER FALLS DR LOWELL, NC 28098		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/22/2009	4292 2000429201	JOHNSON, DONALD R 3790 CENTER ST APT 2430 HOUSTON, TX 77007		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/21/2009	4418 2000441801	CUSHENBERRY, ADRIAN 1229 WOOD IRIS LANE LAWRENCEVILLE, GA 30045		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.

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1/21/2009	4455 2000445501	BELANGER, JAMEY ARTHUR 683 NEWBRIDGE LN LINCOLN, CA 95648		\$15,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Employee terminated after one tranche (of 3) had vested.
1/20/2009	4522 2000452201	BIGGS, DENNIS M 6125 AMERSHIRE WAY GLEN ALLEN, VA 23059		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/16/2009	4613 2000461301	LANGE, STEVEN B 1721 COUNTRY ACERS DR ST PETERS, MO 63376		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/23/2009	4699 2000469901	HENSIEK, JONATHAN B 17610 N 17TH PLACE UNIT N PHOENIX, AZ 85022		\$15,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Employee terminated after one tranche (of 3) had vested.

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REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

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1/23/2009	4719 2000471901	VIENER, CYNTHIA R 3109 CHESTNUT GROVE CT RICHMOND, VA 23233		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/21/2009	4963 2000496301	FRANTZ, BRIAN 3825 SUMMIT GATE DR SUWANEE, GA 30024		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/21/2009	5062 2000506201	GEE NEDEDOG 6910 Husky Way SE Lacey, WA 98503		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/21/2009	5129 2000512901	ERNEST TIMOTHY WILLIAMS 16000 Hardwick Rd Edmond, OK 73013		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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1/23/2009	5140 2000514001	REED, DAVID A 10524 NW 13TH LANE GAINESVILLE, FL 32606		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/23/2009	5147 2000514701	HANKINS, PAXTON W 3840 S 98TH E AVE TULSA, OK 74146		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/23/2009	5171 2000517101	ARUN RAMCHANDANI 12118 5th PI W Everett, WA 98204		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/26/2009	5260 2000526001	KASSAB, PAUL 29118 SPOON MADISON HEIGHTS, MI 48071		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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1/26/2009	5291 2000529101	HANSEN, ROBERT 3 COBURN WOODS NASHUA, NH 03063		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/26/2009	5305 2000530501	MARTHERS, WILLIAM J 12 ST FRANCIS LANE SCHENCTADEY, NY 12304-45		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/26/2009	5339 2000533901	SABER, JACK T 1392 E CANYON CREEK DR GILBERT, AZ 85295		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/26/2009	5468 2000546801	KIEBA, MYRON A 1937 DORN DR ADDISON TWP, MI 48367		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

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1/26/2009	5479 2000547901	JENSEN, ADAM EUGENE 224 E LAUREL RD BELLINGHAM, WA 98226		\$30,000.00	U	CIRCUIT CITY STORES, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claimant claimed more than was originally awarded under the program.
1/26/2009	5493 2000549301	STERIJEVSKI, STEVEN W 2951 MAJESTIC ISLE DR CLERMONT, FL 34711		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/27/2009	5603 2000560301	COOK, KEVIN G 21819 BELLA TERRA BLVD ESTERO, FL 33928		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/27/2009	5822 2000582201	RESENDEZ, SUSAN MARIE 515 EAST EVERGREEN AVE SANTA MARIA, CA 93454-3109		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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1/27/2009	5985 2000598501	LYNCH JR, MICHEAL P 112 ELLINGTON COURT CAMILLUS, NY 13031		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/27/2009	6031 2000603101	CASTILLO, BO L 2822 GLENCULLEN LN PEARLAND, TX 77584		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/27/2009	6120 2000612001	INGRAM, DAWAYNE LEON 4018 RED CEDAR DR COLORADO SPRINGS, CO 80		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/26/2009	6237 2000623701	OLIVER, MARK E 523 HAROLDS DR MANAKIN SABOT, VA 23103		\$125,000.00	U	CIRCUIT CITY STORES, INC.	\$62,500.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.

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1/27/2009	6336 2000633601	COLEMAN, HOWARD I 1141 HARTFORD AVE 4A JOHNSTON, RI 02919		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/27/2009	6419 2000641901	SMITH BRANDON M 500 Hillstone Dr Pell City, AL 35125		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/27/2009	6495 2000649501	ARCE JR , NELSON 1110 HUGHES LN GRANITE FALLS, WA 98252		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/23/2009	6541 2000654101	LANE, DARICK 3413 ANDOVER HILLS PL RICHMOND, VA 23294		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.

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1/27/2009	6607 2000660701	TEUFEL, GERI L 5449 E CAMPO BELLO DR SCOTTSDALE, AZ 85254		\$15,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Employee terminated after one tranche (of 3) had vested.
1/28/2009	6669 2000666901	HENDERSON, AARON L 100 PINEHURST DR AURORA, OH 44102		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/28/2009	6727 2000672701	BURNS, JOE E 1021 SAN ANTONIO DR FORNEY, TX 75126		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/28/2009	6789 2000678901	OREILLY, PATRICK S 9067 LITTLE JOSELYN DR MECHANICSVILLE, VA 23116		\$80,000.00	U	CIRCUIT CITY STORES, INC.	\$40,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claimant claimed more than was originally awarded under the program.

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1/28/2009	6836 2000683601	FRALEY KEVIN T 2720 Juniper Rd Florence, SC 29501		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/28/2009	7122 2000712201	RONALD ONEIL FERGUSON JR 420 Kings Pkwy Raleigh, NC 27610		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/28/2009	7126 2000712601	SCHNEIDER, DEJAY J 29933 MOUND DR BURLINGTON, WI 53105		\$30,000.00	U	CIRCUIT CITY STORES, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claimant claimed more than was originally awarded under the program.
1/28/2009	7185 2000718501	SIDDONS, DEREK J 1689 LENOX DR WACONIA, MN 55387		\$80,000.00	U	CIRCUIT CITY STORES, INC.	\$40,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claimant claimed more than was originally awarded under the program.

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1/28/2009	7201 2000720101	LATINI, LEE DANIEL 102 CALDERWOOD LANE MOUNT LAUREL, NJ 08054		\$30,000.00	U	CIRCUIT CITY STORES, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claimant claimed more than was originally awarded under the program.
1/28/2009	7210 2000721001	KIMBLE, JOHN 15224 Jenell St Poway, CA 92064		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/28/2009	7314 2000731401	JENNIFER MYERS 22310 W Niagara Ct Plainfield, IL 60544		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	7517 2000751701	BROOKS, COLETTE M 13913 GREYLEDGE MEWS CHESTER, VA 23836		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.

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1/29/2009	7692 2000769202	VO, VY XUAN 5617 NATOMA CIRCLE STOCKTON, CA 95219-7119		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	7710 2000771001	HUNT, PETER E 5533 WOODLAWN DR NEWBURGH, IN 47630-1928		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	7796 2000779601	KENNEDY, STEPHEN J 471 S MAIN ST NO 1 MOAB, UT 84532		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	7886 2000788601	FRANCIS, SHEILA Y 20936 ATHENS CT HAYWARD, CA 94541		\$20,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Claimant claimed more than was originally awarded under the program.

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1/29/2009	7897 2000789701	STRICKLIN, CHRISTOPHER SHANE 2121 W CAMPBELL RD APT 9 GARLAND, TX 75044		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	8183 2000818301	MCCOLLAM, SCOTT LEE 2375 DOGWOOD CIR ERIE, CO 80516		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	8218 2000821801	MAYFIELD, MICAH J 14 CLAIRE DR FLORISSANT, MO 63031		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	8342 2000834201	AVENDANO, GABRIEL 2527 WILTON AVE DALLAS, TX 75211-5450		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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1/29/2009	8347 2000834701	CRAGUE, JAMES EDWARD 1604 Comanche Run Madison, TN 37115-5633	Crague James Edward	\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	8744 2000874401	ADKINS, MARK A 14324 SPRING GATE CT MIDLOTHIAN, VA 23112		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	8754 2000875401	LUBARY, JAMES 3161 DRUID LN LOS ALAMITOS, CA 90720		\$125,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$62,500.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Employee terminated after one tranche (of 2) had vested.
1/30/2009	8806 2000880602	NICHOLS, MICHAEL ROBERT 96 Park PI Dr Garner, NC 27529	Michael Nichols	\$30,000.00	U	CIRCUIT CITY STORES, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claimant claimed more than was originally awarded under the program.

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1/30/2009	8830 2000883001	ROSSO, TERRY ALAN 29910 Rancho California Rd N Temecula, CA 92591	Terry Rosso	\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	8918 2000891801	JASON WALDROP 9847 BELMONT LN TUSCALOOSA, AL 35405-8548		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	8957 2000895701	VICARO WESTON 20010 87th Ave E Spanaway, WA 98387		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	8962 2000896201	MICHAEL MUNIZ 3436 Red Sails Dr El Paso, TX 79936		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

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Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/30/2009	8996 2000899601	JOSEPH V REILLY 1712 E Lake Woodlands Pkwy Oldsmar, FL 34677		\$125,000.00	U	CIRCUIT CITY STORES, INC.	\$62,500.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.
1/30/2009	9335 2000933501	BOWEN, RANDALL A 13035 REINDEER CT RIVERSIDE, CA 92503		\$15,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	9382 2000938201	BETTS, KIMBERLY A One University Plaza, Suite 31 Hackensack, NJ 07601	c/o Liquidity Solutions, Inc.	\$15,525.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	9770 2000977001	MCGRATH, JAMES J 4208 SHELTER CREEK LN SAN BRUNO, CA 94066-3816		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

In re Circuit City Stores, Inc., et al.
Case No. 08-35653 (KRH)

EXHIBIT C

REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/30/2009	9789 2000978901	POTTER, JAMES WALTER EMPLOYEE NO 10393492 7427 Yellow Wood Lansing, MI 48917	James Potter	\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/29/2009	9853 2000985301	GARY STEVEN CARLTON PO Box 262 Fox Island, WA 98333		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	9906 2000990601	ROGERS, JASON 21014 Bright Lake Bend Richmond, TX 77407		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	9976 2000997601	JENNIFER G LINTON 5232 Wheat Ridge Pl Glen Allen, VA 23059		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$20,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT C

REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/30/2009	9987 2000998701	MCCUE, JOSEPH E 589 NW CORNELL AVE PORT SAINT LUCIE, FL 34983		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
1/30/2009	10164 2001016401	THRASHER, JOHN 4679 TORREY CIR NO 102 SAN DIEGO, CA 92130		\$80,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$40,000.00	General Unsecured	CIRCUIT CITY STORES WEST COAST, INC.	Claimant claimed more than was originally awarded under the program.
10/26/2009	14701 2001470101	TABAKOVIC, ELVIR 700 SUNBROOK GRAND RAPIDS, MI 49508		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.
3/8/2010	14844 2001484401	MIKE DOHRMANN 34945 N Karan Swiss Cir San Tan Valley, AZ 85143		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT C

REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
3/30/2010	14970 2001497001	JASON HORST 4861 Lago Dr No 203 Huntington Beach, CA 92649		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 3) had vested.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT D
CLAIMS TO BE FIXED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Proposed Modified Claim Class	Debtor(s)	Comments
1/20/2009	4071 2000407101	RANDALL BRECKENRIDGE 1971 Morgan Rd Reno, NV 89521		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$5,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Employee terminated after one tranche (of 2) had vested. Claim was filed for an unliquidated amount and must be fixed at a specified amount.
1/29/2009	7849 2000784901	PEDREGON, ROBERT 5217 DUNSTER DR MCKINNEY, TX 75070		\$40,000.00	U	CIRCUIT CITY STORES, INC.	\$40,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claim was filed for an unliquidated amount and must be fixed at a specified amount.
1/30/2009	10058 2001005801	DANIEL J EDWARDS 413 McClendon Walker Rd Aledo, TX 76008		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claim was filed for an unliquidated amount and must be fixed at a specified amount.
3/26/2010	14895 2001489501	CRAIG BENDER 457 E Water St Hughesville, PA 17737		\$5,000.00	U	CIRCUIT CITY STORES, INC.	\$15,000.00	General Unsecured	CIRCUIT CITY STORES, INC.	Claim was filed for an unliquidated amount and must be fixed at a specified amount.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT E
DUPLICATE CLAIMS TO BE EXPUNGED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Surviving Claim Number	Comments
1/13/2009	3463 2000346301	TIDWELL, GEORGE MICHAEL 3006 CAMROSE CROSSING L MATTHEWS, NC 28104		\$15,000.00	U	CIRCUIT CITY STORES, INC.	3405	This claim is duplicative of another claim.
1/20/2009	4106 2000410601	LETTS JR DENNIS R 30 Shoreline Dr Columbia, SC 29229		\$15,000.00	U	CIRCUIT CITY STORES, INC.	3436	This claim is duplicative of another claim.
1/27/2009	6890 2000689001	DAVIS, JONATHAN K 4221 BAY RUM LN RALEIGH, NC 27610		\$15,000.00	U	CIRCUIT CITY STORES, INC.	6484	This claim is duplicative of another claim.
1/29/2009	7926 2000792601	GEORGE MICHAEL TIDWELL JR 3006 Camrose Crossing Ln Matthews, NC 28104		\$15,000.00	U	CIRCUIT CITY STORES, INC.	3405	This claim is duplicative of another claim.
1/29/2009	8115 2000811501	MCDONALD, LAURA 109 FAIRWAYS DR HENDERSONVILLE, TN 37075		\$40,000.00	U	CIRCUIT CITY STORES, INC.	8105	This claim is duplicative of another claim.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT E
DUPLICATE CLAIMS TO BE EXPUNGED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Surviving Claim Number	Comments
1/29/2009	8636 2000863601	EVAN JOSEPH MELSHEIMER 3056 Salmon St Philadelphia, PA 19134		\$15,000.00	U	CIRCUIT CITY STORES, INC.	8634	This claim is duplicative of another claim.
1/30/2009	10070 2001007001	OGUIN, TYSON 106 CANTRELLE DR APT 13 RACELAND, LA 70394-2000		\$40,000.00	U	CIRCUIT CITY STORES, INC.	8808	This claim is duplicative of another claim.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT F
AMENDED CLAIMS TO BE EXPUNGED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Surviving Claim Number	Comments
1/26/2009	5480 2000548001	CASTLE, LINDA H 5601 HUNTERS GLEN DR GLEN ALLEN, VA 23059		\$40,000.00	U	CIRCUIT CITY STORES, INC.	13803	The claim was amended by another claim.
1/27/2009	5949 2000594901	LYNCH JR, MICHEAL P 3610 WILDFLOWER CIRCLE SYRACUSE, NY 13215		\$15,000.00	U	CIRCUIT CITY STORES, INC.	5985	The claim was amended by another claim.
1/28/2009	7092 2000709201	CIMINO, WILLIAM P 15 ALBEMARLE AVE RICHMOND, VA 23226-1611		\$40,000.00	U	CIRCUIT CITY STORES, INC.	15175	The claim was amended by another claim.
1/28/2009	7601 2000760101	TOLLIVER, DAVID W 55 BROOKMONT DR CLAYTON, NC 27527-8809		\$15,000.00	U	CIRCUIT CITY STORES, INC.	15104	The claim was amended by another claim.
1/29/2009	8206 2000820601	GOODE, MICHAEL DAVID 4537 MOCKINGBIRD LN MAIDEN, NC 28650		\$15,000.00	U	CIRCUIT CITY STORES, INC.	15174	The claim was amended by another claim.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT F
AMENDED CLAIMS TO BE EXPUNGED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Surviving Claim Number	Comments
2/2/2009	11429 2001142901	BENDER, CRAIG P 457 EAST WATER ST HUGHESVILLE, PA 17737		\$15,000.00	U	CIRCUIT CITY STORES, INC.	14895	The claim was amended by another claim.
6/30/2009	14108 2001410801	TAMMY C GOODE 4537 Mockingbird Ln Maiden, NC 828-446-8572		\$15,000.00	U	CIRCUIT CITY STORES, INC.	15173	The claim was amended by another claim.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT G

INVALID CLAIMS TO BE EXPUNGED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Comments
1/6/2009	2795 2000279501	KNOWLES, JEFFREY TODD 3555 S MARION WAY CHANDLER, AZ 85286		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.
1/13/2009	3886 2000388601	JOE D HARRIS 1914 PIERCE WAY BUFORD, GA 30519		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.
1/21/2009	4942 2000494201	BROWN JR , JAMES 5201 BILTMORE DR FREEHOLD, NJ 07728		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.
1/27/2009	5583 2000558301	DOLEHANTY, AIMEE D 12729 W 89TH ST LENEXA, KS 66215		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.
1/28/2009	6922 2000692201	GIDCUMB, MICHAEL SHANE 609 SW 34TH TERRACE LEES SUMMIT, MO 64082		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.

In re Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

EXHIBIT G

INVALID CLAIMS TO BE EXPUNGED

Date Filed	Claim Number	Name Address	Notice Name	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount	Comments
1/30/2009	9173 2000917301	MCCLARY, STEVEN 260 REGENCY DR NASHVILLE, NC 27856		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.
1/30/2009	9571 2000957101	HARTBAUER, JASON ALLEN 277 HOLLY LANE GRAND JUNCTION, CO 81503-2021		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	Employee terminated before any tranche of the award vested.
1/27/2009	9879 2000987901	WATKINS, DERRICK 200 Sweetwater Dr Apt B29 Dothan, AL 36305		\$15,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	The Trust has no record of a grant to this claimant.
1/30/2009	10074 2001007401	PATEL, PANTHI P 1338 SAFARI CT PALMDALE, CA 93551		\$15,000.00	U	CIRCUIT CITY STORES WEST COAST, INC.	\$0.00	The Trust has no record of a grant to this claimant.
2/2/2009	11058 2001105801	HILTON, NATALIA 3525 Wheat Dr Beaumont, TX 77706-0000		\$5,000.00	U	CIRCUIT CITY STORES, INC.	\$0.00	The Trust has no record of a grant to this claimant.

EXHIBIT H

10310963, [REDACTED]
N/A, 1/1/2008, Cash



Circuit City Stores, Inc.
9950 Mayland Drive
Richmond, VA 23233-1464

January 3, 2008

[REDACTED]

Dear [REDACTED]

Congratulations! The Compensation and Personnel Committee of the Board of Directors (the "Committee") has awarded you a special cash retention award (the "Award") subject to the terms of this Award letter. The purpose of this Award is to reward, motivate and retain management personnel who are key to the Company's turnaround efforts and long term success. To accept this Award, please sign the enclosed copy of this letter, and return it as indicated in item 6 below.

Subject to the requirements and limitations set forth in this Award letter, your Award, Award Date, and Vesting Dates are as follows:

Total Cash Retention Award:	\$ [REDACTED]
Award Date:	January 1, 2008
<u>Vesting Dates</u>	<u>Vesting %</u>
January 1, 2009	50%
January 1, 2010	50%

For purposes of this Award letter, "Company" means Circuit City Stores, Inc. or a parent or subsidiary of Circuit City Stores, Inc. within the meaning of section 424(e) and (f) of the Internal Revenue Code of 1986, as amended.

Your right to receive the portion of your Award corresponding to the above Vesting Dates is contingent on (i) your agreeing to the terms of this Award by signing and returning the enclosed copy of this letter, and (ii) your remaining continuously employed on a full-time active basis with the Company through and including the corresponding Vesting Date. If you satisfy these requirements, the portion of your Award that becomes vested will be paid to you in a single lump sum cash payment within 75 days following the Vesting Date. Your right to this Award is not contingent on corporate or individual performance.

Forfeiture. If prior to becoming fully vested in your Award, (i) your employment with the Company terminates for any reason other than your death or permanent disability, or (ii) your employment status with the Company changes to part-time, or (iii) you retire from the Company, then the unvested portion of your Award will be forfeited as of the date of your termination, change in status, or retirement, as the case may be.

If your employment with the Company terminates on or before a Vesting Date because you die or become permanently disabled, then the portion of your Award scheduled to vest on such Vesting Date will vest as of the date of your death or termination for disability (assuming you otherwise meet the requirements under this Award letter), and any portion of your Award that would have vested on a subsequent Vesting Date will be forfeited. For example, if your employment terminates under these circumstances on or before January 1, 2009, the portion of your Award scheduled to vest on that date will vest, and any portion that would have vested on a subsequent Vesting Date will be forfeited.

The Committee will determine whether a permanent disability exists for purposes of the foregoing, and such determination will be conclusive and binding.

Other terms relevant to this Award letter are set forth below.

1. **Modification.** The Committee may unilaterally modify the terms of this Award letter after the Award Date provided that your consent is obtained with respect to any modification that would be detrimental to your rights hereunder, except that your consent will not be required to the extent any such modification is to comply with applicable law.

2. **Change of Control.** If you remain continuously employed on a full-time active basis with the Company through and including the date on which a Change of Control of the Company occurs, then notwithstanding any provision herein to the contrary, any restrictions hereunder on your outstanding Award shall lapse as of such date. For this purpose, "Change of Control" has the meaning set forth in the Circuit City Stores, Inc. 2003 Stock Incentive Plan, as amended and restated, effective December 14, 2006, and that definition is incorporated by reference into, and made a part of, this Award letter. Generally, a Change of Control will be deemed to occur upon any of the following events: (i) the acquisition by any person or entity of 35% or more of either the Company's outstanding shares or the combined voting power of the then outstanding securities of the Company entitled to vote generally in the election of directors (but excluding certain acquisitions involving the Company or an affiliate, or by any benefit plan sponsored by the Company); (ii) the incumbent members of the Board of Directors of the Company (including any future directors whose election is approved by a majority of the incumbent members) cease to constitute a majority of the Board of Directors; (iii) the consummation of a reorganization, merger or consolidation of the Company or sale or other disposition of all or substantially all of the assets of the Company (with certain exceptions, as described in the 2003 Stock Incentive Plan); or (iv) the consummation of a plan of complete liquidation, dissolution, or sale of substantially all the assets of the Company.

3. **Withholding Taxes.** On the Vesting Date, you will have taxable income equal to the amount of your vested Award, and the Company will withhold the amount of taxes required to be withheld or paid.

4. **Interpretation.** The interpretation and construction of any provision or term of this Award letter by the Committee will be final and conclusive. The terms of this Award letter and all actions taken hereunder will be governed by the laws of the

Commonwealth of Virginia, without regard to the conflict of law provisions of any jurisdiction.

5. **Miscellaneous.**

a. This Award letter is the entire agreement between you and the Company concerning the Award granted hereunder. If you are a party to an Employment Agreement with the Company, you agree that in the case of a conflict between the Employment Agreement and this Award letter, the terms of this Award letter will control.

b. Nothing in this Award letter confers any right to continued employment with the Company, or affects the Company's right to terminate an associate's employment at any time, with or without notice, and with or without cause.

c. The Company has no obligation to contribute any assets to a trust or other entity or otherwise to segregate any assets, or maintain separate accounts for the purpose of satisfying the Award obligation hereunder.

6. **Acceptance of this Award.** In order for your Award to become effective, you must accept it by signing and faxing a copy of this entire letter as soon as possible, but in no event later than February 1, 2008 to **757-299-8412**.

Your signature will also constitute your agreement to the terms and conditions contained in this letter.

Sincerely,



Eric A. Jonas, Jr.
Senior Vice President
Human Resources

ACCEPTED: _____

Associate Signature

Printed Name

1-21-08
Date

10384952. [REDACTED]
N/A, 1/1/2008, PSU



Circuit City Stores, Inc.
1900 Mayland Drive
Richmond, VA 23263-1464

January 4, 2008



Dear [REDACTED]

Circuit City Stores, Inc. (the "Company") would like to support key associates through a cash award program that provides an incentive to work for the Company's long-term success. Accordingly, I am pleased to inform you that, effective January 1, 2008, you have been awarded the following long-term cash award, which will be payable upon vesting:

Long-Term Cash Award: \$ [REDACTED]

Your award is subject to the conditions set forth in this letter and to your signing and faxing this letter as instructed further below.

This long-term incentive is a three-year program, with vesting at the end of each of the first, second, and third years. If you remain continuously employed by the Company in a full-time active position from January 1, 2008 through and including:

- January 1, 2009, you will be 33.3% vested in your award and entitled to an initial cash payment equal to 33.3% of your total long-term cash award;
- January 1, 2010, you will be 66.6% vested in your award and entitled to a second cash payment equal to 33.3% of your total long-term cash award;
- January 1, 2011, you will be 100% vested in your award and entitled to a third cash payment equal to 33.4% of your total long-term cash award.

The portion of your award that vests will be paid out following the end of the corresponding vesting period. The vesting of all or part of your award is a taxable event. Accordingly, upon distribution of each payment, the Company will withhold applicable federal, state, and local taxes from this payment.

If your active employment with the Company is terminated for any reason on or before a vesting date, or if you move to a part-time position on or before the vesting date, then the portion of your award that has not yet vested will be forfeited immediately upon the termination of your employment or upon your change to part-time status.

If you remain continuously employed in a full-time active position with the Company through and including the date on which a "Change of Control" of the Company occurs, then any portion of your award that has not yet vested will vest as of such Change of Control date. For this purpose, "Change of Control" has the meaning set forth in the

Circuit City Stores, Inc. 2003 Stock Incentive Plan, as amended and restated, effective December 14, 2006, and that definition is incorporated by reference into, and made a part of, this letter. Generally, a Change of Control will be deemed to occur upon any of the following events: (i) the acquisition by any person or entity of 35% or more of either the Company's outstanding shares or the combined voting power of the then outstanding securities of the Company entitled to vote generally in the election of directors (but excluding certain acquisitions involving the Company or an affiliate, or by any benefit plan sponsored by the Company); (ii) the incumbent members of the Board of Directors of the Company (including any future directors whose election is approved by a majority of the incumbent members) cease to constitute a majority of the Board of Directors; (iii) the consummation of a reorganization, merger or consolidation of the Company or sale or other disposition of all or substantially all of the assets of the Company (with certain exceptions, as described in the 2003 Stock Incentive Plan); or (iv) the consummation of a plan of complete liquidation, dissolution, or sale of substantially all the assets of the Company.

Nothing in this letter confers any right to continued employment with the Company or affects the Company's right to terminate your employment at any time, with or without notice, and with or without cause.

You may not sell, give away or otherwise transfer your right to the award granted hereunder.

In order for your award to become effective, you must accept it by signing this letter and by faxing the entire letter as soon as possible, but in no event later than February 1, 2008, to 757-299-8412. Your signature will also constitute your agreement to the terms and conditions contained in this letter.

With this award, we express our confidence in your ability to help shape a Circuit City that will benefit our associates, our customers, and our shareholders for years to come.

Sincerely,



Eric A. Jonas, Jr.
Senior Vice President
Human Resources

ACCERTED:


Associate Signature


Printed Name

1/16/08
Date